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BYLAWS MECKLENBURG WASTE MANAGEMENT ADVISORY BOARD

ARTICLE I – NAME

This organization, established by the Mecklenburg Board of County Commissioners, shall be known as the “Mecklenburg Waste Management Advisory Board,” hereinafter referred to as the “Board or WMAB.”

ARTICLE II – PURPOSE

Acting in an advisory capacity to the Mecklenburg Board of County Commissioners (“BOCC”), the purpose of this Board shall be to provide citizen input, evaluations and recommendations of solid waste management issues, in coordination and cooperation with the Solid Waste Unit of the Mecklenburg County Land Use and Environmental Services Agency (“LUESA-Solid Waste”), in order to achieve the following goals and objectives:

- I. To assist Mecklenburg County (the “County”) and participating local city and town governments in Mecklenburg County (“Participating Local Governments”) in the development and implementation of a long range waste reduction and management plan that conforms with the requirements of the State of North Carolina, and that is acceptable to the BOCC and the Participating Local Governments (the “Solid Waste Management Plan”).
- II. To recommend and to evaluate approaches to solid waste management strategies, including, but not limited to:
 - A. Recycling and waste disposal systems (size, type, etc.); and
 - B. Distributing the waste stream among recycling, resource recovery, landfilling, and other methods of final disposal.
- III. To assist in developing effective solid waste management functions among the County and all Participating Local Governments.
- IV. To monitor progress in implementing a Solid Waste Management Plans and/or LUESA Strategic Plans and to provide recommendations for program advancement.

- V. To act as a review and implementation advisory group for solid waste related projects (“Projects”), in accordance with County administrative procedures and including the following:
- A. To provide recommendations to the County Manager and BOCC for the selection of engineers, financial and legal consultants, contractors and other service providers for Projects;
 - B. To review, comment, and make recommendations to the County Manager and/or the BOCC regarding plans/concepts for Projects;
 - C. To review, comment, and make recommendations to the County Manager and/or the BOCC regarding the award of construction and other contracts for Projects; and
 - D. To periodically monitor, and to comment or make recommendations with respect to, construction and other progress on Projects.
- VI. To provide regulatory oversight of actions and decisions made by LUESA-Solid Waste with respect to the Mecklenburg County Residential Solid Waste Fee Ordinance, the Mecklenburg County Ordinance to Require the Source Separation of Designated Materials from the Municipal Solid Waste Stream for the Purpose of Participation in a Recycling Program, the Mecklenburg County Ordinance to Require Licenses for Municipal Solid Waste Collectors, and such other ordinances as the BOCC shall designate from time to time (collectively, “Ordinances”).
- VII. To provide an oversight of the process and procedures used by LUESA Solid Waste with respect to the issuance or denial of solid waste permits and with respect to the enforcement of the Ordinances and laws and regulations of the State of North Carolina (the “State”) which the State has delegated to the County.
- VIII. To hear appeals of LUESA-Solid Waste decisions made pursuant to authority granted under the Ordinances or by the State.
- IX. To provide an Annual Report to the BOCC on work undertaken by the Board during the year. The report shall be submitted in November of each calendar year.

ARTICLE III – MEMBERS

Section 1 – Number and Qualifications: The Board shall consist of no more than twelve (12) members, each of whom must be a resident and citizen of, and registered to vote in, Mecklenburg County. All members of this Board shall be approved by the Mecklenburg County Board of County Commissioners, unless otherwise denoted herein. No more than two (2) members may be recommended by the Charlotte City Council; and one (1) member may be recommended by each of the Towns of Cornelius, Davidson, Huntersville, Matthews, Mint Hill and Pineville; recommendations from the Towns may be made from Town staff, provided, however, that if any of the Towns fails to recommend a member within two months

of receiving notice from the County, such Town shall be deemed to have waived such recommendation and the BOCC may fill the vacancy; provided, however, that such Town shall again be entitled to recommend a member to the Board when a vacancy may exist, including any reappointment under the provisions of Section 2, below, of the member appointed by the BOCC pursuant to this sentence shall have expired. All appointments to the WMAB are subject to the general membership restrictions applicable to all Board members and the approval of the BOCC.

While not required, in addition to citizens with an individual interest in solid waste management issues, it is desirable that WMAB membership include representatives from the various groups and organizations, including:

- Non-profit organizations with an interest in recycling and solid waste management; and
- Local businesses of various sizes and specialties; and
- Recycling and solid waste management service providers; and
- a local Chamber of Commerce; and
- No more than 3 representatives of a single industry subset may serve on the WMAB at any given time. Examples, three representatives from the hauling sector.

Section 2 – Terms: Appointments shall be made by the BOCC for terms of three years each, with each individual serving a maximum of two full terms or until the BOCC terminates the Board, whichever is first. Reappointments to new terms or to fill vacancies shall be approved by the BOCC as indicated in Article III, Section 1. If no new persons are known, or there are no new applicants after a term has been unfilled after a period of 30 days, the Director of Solid Waste may recommend an individual who has previously served on the WMAB to fill the vacancy. Such appointment shall be for a period of 12 months._

ARTICLE IV – OFFICERS

Section 1 – Officers: The officers of the Board shall consist of a Chairperson and a Vice Chairperson.

Section 2 – Duties: The Chairperson shall call and preside at regular and special Board meetings, appoint Board members to committees, and represent the Board to the BOCC, other government bodies, and the public. The Vice Chairperson shall, in the absence of the Chairperson, assume the duties of the Chairperson, perform other duties delegated by the Chairperson, and chair all meetings of the Ad Hoc Committee (as defined in Article V, Section 2 below). Duties of the Chairperson and/or Vice Chairperson may also be delegated to other members of the Board by consent of the officers of the Board.

Section 3 – Elections: The Chairperson will be appointed by the BOCC after receiving a vacancy notice and written recommendations from the Director, LUESA Solid Waste. The Vice Chairperson shall be elected from its membership by majority vote of the members of the Board.

Section 4 - Term: Officers shall hold their offices and exercise powers and duties given to them under this Article IV for the terms expressed in Article III, Section 2, above.

Section 5 – Officer Training: Officers shall be eligible to annually attend one solid waste training event offered by the Carolina Recycling Association (CRA) or the Solid Waste Association of North America (SWANA), or similar environmental education group with registration cost paid by the Solid Waste Management Program, when sufficient funds exist.

ARTICLE V – COMMITTEES

Section 1 – Standing Committees: The Board shall establish as many committees (the “Standing Committees”) as the Board may deem necessary to carry out its goals and objectives. Each Board member, other than the Chairperson and the Vice Chairperson, shall serve on at least one Standing Committee. Non-Board personnel may serve on Standing Committees, but shall have no voting power.

Section 2 – Ad Hoc Committee: In addition to the Standing Committees, the Board shall from time to time have an ad hoc committee (the “Ad Hoc Committee”), whose membership shall consist of the Vice-Chairperson and at least two (2) other members of the Board. Among other purposes, an Ad Hoc Committee shall:

- (a) Consult with LUESA staff members with respect to non-recurring issues or issues which are not specifically under the oversight of any of the Standing Committees;
- (b) Report and make recommendations to the Board with respect to such issues;
- (c) Periodically review and, as may be appropriate, revise, these By-Laws;
- (d) In accordance with the Ordinances and/or the provisions of Article II, above, hear appeals; and
- (e) Take such other actions as the Board from time to time may designate.

The Chairperson, with the advice and consent of the Vice-Chairperson, shall appoint members of the Board to an Ad Hoc Committee. The Vice-Chairperson, or his or her designee, shall:

(i) call Ad Hoc Committee meetings to order; (ii) preside over and supervise meetings of the Ad Hoc Committee; and (iii) subject to the Ordinances, these By-Laws and all applicable State laws and regulations, take such further actions as may be necessary or desirable to accomplish the foregoing purposes.

ARTICLE VI – MEETINGS

Section 1 – Regular Meetings: Regular meetings of the Board shall generally be held once each month or as established by a majority of the Board.

Section 2 – Staff Support: Mecklenburg County staff from the Solid Waste Management Program shall support all meetings of the Board. The Chairperson shall provide notice to the Director of Solid Waste of all regular and special meetings of the Board and its subcommittees. The Director will provide notice to the general public, or will provide notice internally to the County’s Public Information Office, to provide advance notice, as required by law. Staff shall provide meeting rooms, generally at LUESA offices, and shall take meeting notes, and distribute meeting minutes. Staff shall retain meeting records for historical purposes as required by statute.

Section 3 – Special Meetings: Special meetings of the Board may be called by the Chairperson or at the request of a majority of the members. The purpose of the meeting shall be stated in the call. At least 72 hours' notice shall be given.

Section 4 – Board Committee Meetings: Meetings of the Standing Committees and the Ad Hoc Committee shall be held at the frequency deemed necessary by the chairperson of such committee and upon due notice in a timely fashion to committee members.

Section 5 – Action By Consent: Any action authorized by these By-Laws may be taken without a meeting if all Board members entitled to vote thereon consent in writing to the adoption of a resolution authorizing such action.

Section 6 – Quorums: Unless otherwise established by law or these Bylaws, a quorum shall consist of the greater of: (i) a majority of the membership of the Board; or (ii) seven members of the Board. If a quorum fails to attend any meeting, the Chairperson may adjourn the meeting until a quorum shall attend. The Chairperson may elect to continue a meeting that started with a quorum, whereby if persons in attendance elect to leave a meeting while the meeting is in progress that causes the meeting to not have a quorum. However, no votes other than meeting adjournment shall be made during that circumstance.

Section 6 – Attendance: Each member shall be expected to attend all meetings in accordance with the attendance policy established by the BOCC. The Chairperson, or Director, may request a waiver of the attendance policy or that a member of the Board have his or her membership terminated by the BOCC if such member fails to comply with this attendance policy.

Section 7 – Open Meetings: The meetings of the Board and its Committees shall be open to the public in accordance with the laws of the State of North Carolina.

Section 8 – Rules of Procedure: Roberts Rules of Order Newly Revised, subject to these Bylaws, shall govern the procedures of all meetings of the Board, the Standing Committees and the Ad Hoc Committee.

Section 9 – Conflict of Interest: Should a Member have an individual interest, or through an employment or contractual relationship a business interest, in a matter under consideration by the Board, that Member shall specifically identify such interest during a public meeting and request that the conflict be entered in the minutes of the meeting. The Member shall recuse himself/herself from voting on the conflicted matter. However, recognizing the Board's desire to have an informed discussion on any matter before it, after the Member has disclosed his or her specific interest in the matter during a public meeting, the Member may participate in any discussion on the matter as to which he or she has a conflict of interest during a public meeting, even after any proposed action on the matter has been moved and seconded. A Member with a Conflict of Interest shall not, however, communicate privately with another Member about any matter as to which he or she has a Conflict of Interest as all such communication must be made during a public meeting of the Board.

The membership of the Board has been selected by the BOCC to be inclusive of a variety of viewpoints, including those of Members who may be directly impacted by issues and policies being considered by the Board. Therefore, it is in the best interests of the Board and the BOCC that all Members be permitted to openly express their views so that other Members of the Board, as well as the BOCC, can become aware of those views, even if a Conflict of Interest has been identified. It is to that end that this special Conflict of Interest

rule shall take precedence over any general conflict of interest rules adopted by the BOCC.

ARTICLE VII – AMENDMENTS

Amendments to the Bylaws of the Board may be considered and approved by the affirmative vote of a majority of the membership of the Board at any regularly scheduled or special meeting, provided, however, that written notice of the proposed amendment must be sent to each member of the Board. Such amendment shall be submitted to the BOCC for approval.

ARTICLE VIII – [INTENTIONALLY OMITTED.]

ARTICLE IX – PUBLIC INFORMATION

The County Public Service and Information office shall assist the Board in the dissemination of information to the public.

ARTICLE X – POWERS, GENERAL

The Waste Management Advisory Board shall have no powers, except as stated in previous articles or as entrusted to it by the BOCC. Without limiting the foregoing, the Board shall not have the power to:

- 1) Borrow money;
- 2) Seek or acquire any services;
- 3) Encumber property; or
- 4) Dispose of any properties either real or personal

ARTICLE XI - ADVISORY COUNCILS

Section 1 – Solid Waste Facility Advisory Council(s): One or more solid waste facility advisory councils may be formed by the Waste Management Advisory Board. Such groups will be set up in such a manner that it should include representation from residents, businesses, and/or other organizations or institutions expressing an interest in such solid waste facility. Members of such council(s) do not have to be residents of the County. The council(s) will meet at times which, in the opinion of the Board, are desirable and which will be most helpful. The council(s) will act in an advisory and liaison capacity with the Board, LUESA and the residents in the area of the facility.

The advisory council(s) will accept projects given to it by the Board and will also develop its own suggestions, which it may pass on to the Board for its consideration, analysis, interpretation, and when found feasible by the Board or LUESA for its action.

A member of the Board will be the chairperson, and an ex-officio member, of each advisory council. Members of each advisory council will be selected by the Board to serve terms of office determined by the Board. The Board may establish appropriate bylaws for such

advisory council(s). The Board may ask various community groups to recommend council appointees (who are members of those groups), as such groups' official representative on the advisory council. Term limits for Advisory Council members shall mirror the terms established for the Board.

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